

OMB No. 1124-0006; Expires April 30, 2017

U.S. Department of Justice  
Washington, DC 20530

**Exhibit A to Registration Statement**  
**Pursuant to the Foreign Agents Registration Act of 1938, as amended**

**INSTRUCTIONS.** Furnish this exhibit for EACH foreign principal listed in an initial statement and for EACH additional foreign principal acquired subsequently. The filing of this document requires the payment of a filing fee as set forth in Rule (d)(1), 28 C.F.R. § 5.5(d)(1). Compliance is accomplished by filing an electronic Exhibit A form at <http://www.fara.gov>.

**Privacy Act Statement.** The filing of this document is required by the Foreign Agents Registration Act of 1938, as amended, 22 U.S.C. § 611 *et seq.*, for the purposes of registration under the Act and public disclosure. Provision of the information requested is mandatory, and failure to provide this information is subject to the penalty and enforcement provisions established in Section 8 of the Act. Every registration statement, short form registration statement, supplemental statement, exhibit, amendment, copy of informational materials or other document or information filed with the Attorney General under this Act is a public record open to public examination, inspection and copying during the posted business hours of the Registration Unit in Washington, DC. Statements are also available online at the Registration Unit's webpage: <http://www.fara.gov>. One copy of every such document, other than informational materials, is automatically provided to the Secretary of State pursuant to Section 6(b) of the Act, and copies of any and all documents are routinely made available to other agencies, departments and Congress pursuant to Section 6(c) of the Act. The Attorney General also transmits a semi-annual report to Congress on the administration of the Act which lists the names of all agents registered under the Act and the foreign principals they represent. This report is available to the public in print and online at: <http://www.fara.gov>.

**Public Reporting Burden.** Public reporting burden for this collection of information is estimated to average .49 hours per response, including the time for reviewing instructions, searching existing data sources, gathering and maintaining the data needed, and completing and reviewing the collection of information. Send comments regarding this burden estimate or any other aspect of this collection of information, including suggestions for reducing this burden to Chief, Registration Unit, Counterespionage Section, National Security Division, U.S. Department of Justice, Washington, DC 20530; and to the Office of Information and Regulatory Affairs, Office of Management and Budget, Washington, DC 20503.

1. Name and Address of Registrant Venable LLP 575 7th Street, NW Washington, DC 20004		2. Registration No.  5931						
3. Name of Foreign Principal Malaysian Palm Oil Council	4. Principal Address of Foreign Principal 2nd. Floor, Wisma Sawit, Lot 6, SS6, Jalan Perbandaran, 47301 Kelana Jaya, Selangor Darul Ehsan, Malaysia							
5. Indicate whether your foreign principal is one of the following:								
<input type="checkbox"/> Government of a foreign country <sup>1</sup> <input type="checkbox"/> Foreign political party <input checked="" type="checkbox"/> Foreign or domestic organization: If either, check one of the following: <table border="0"> <tr> <td><input type="checkbox"/> Partnership</td> <td><input type="checkbox"/> Committee</td> </tr> <tr> <td><input type="checkbox"/> Corporation</td> <td><input type="checkbox"/> Voluntary group</td> </tr> <tr> <td><input checked="" type="checkbox"/> Association</td> <td><input type="checkbox"/> Other (specify) _____</td> </tr> </table> <input type="checkbox"/> Individual-State nationality _____			<input type="checkbox"/> Partnership	<input type="checkbox"/> Committee	<input type="checkbox"/> Corporation	<input type="checkbox"/> Voluntary group	<input checked="" type="checkbox"/> Association	<input type="checkbox"/> Other (specify) _____
<input type="checkbox"/> Partnership	<input type="checkbox"/> Committee							
<input type="checkbox"/> Corporation	<input type="checkbox"/> Voluntary group							
<input checked="" type="checkbox"/> Association	<input type="checkbox"/> Other (specify) _____							
6. If the foreign principal is a foreign government, state:								
a) Branch or agency represented by the registrant								
b) Name and title of official with whom registrant deals								
7. If the foreign principal is a foreign political party, state:								
a) Principal address								
b) Name and title of official with whom registrant deals								
c) Principal aim								

<sup>1</sup> "Government of a foreign country," as defined in Section 1(e) of the Act, includes any person or group of persons exercising sovereign de facto or de jure political jurisdiction over any country, other than the United States, or over any part of such country, and includes any subdivision of any such group and any group or agency to which such sovereign de facto or de jure authority or functions are directly or indirectly delegated. Such term shall include any faction or body of insurgents within a country assuming to exercise governmental authority whether such faction or body of insurgents has or has not been recognized by the United States.

## 8. If the foreign principal is not a foreign government or a foreign political party:

## a) State the nature of the business or activity of this foreign principal.

The Malaysian Palm Oil Council is a trade association which consists of Malaysian Palm Oil growers. MPOC's primary activity is promotion of the use of palm oil throughout the world.

## b) Is this foreign principal:

Supervised by a foreign government, foreign political party, or other foreign principal	Yes <input type="checkbox"/> No <input checked="" type="checkbox"/>
Owned by a foreign government, foreign political party, or other foreign principal	Yes <input type="checkbox"/> No <input checked="" type="checkbox"/>
Directed by a foreign government, foreign political party, or other foreign principal	Yes <input type="checkbox"/> No <input checked="" type="checkbox"/>
Controlled by a foreign government, foreign political party, or other foreign principal	Yes <input type="checkbox"/> No <input checked="" type="checkbox"/>
Financed by a foreign government, foreign political party, or other foreign principal	Yes <input type="checkbox"/> No <input checked="" type="checkbox"/>
Subsidized in part by a foreign government, foreign political party, or other foreign principal	Yes <input checked="" type="checkbox"/> No <input type="checkbox"/>

## 9. Explain fully all items answered "Yes" in Item 8(b). (If additional space is needed, a full insert page must be used.)

It is our understanding that the MPOC is funded, in part, by a "cess" (or voluntary tax) collected from Malaysian palm oil growers by the Malaysian government and remitted to the MPOC for use in its efforts in promotion of palm oil.

## 10. If the foreign principal is an organization and is not owned or controlled by a foreign government, foreign political party or other foreign principal, state who owns and controls it.

The members of the MPOC, which consist of Malaysian palm oil growers, control it.

## EXECUTION

In accordance with 28 U.S.C. § 1746, the undersigned swears or affirms under penalty of perjury that he/she has read the information set forth in this Exhibit A to the registration statement and that he/she is familiar with the contents thereof and that such contents are in their entirety true and accurate to the best of his/her knowledge and belief.

Date of Exhibit A	Name and Title	Signature
Apr: 15, 2016	D. E. Wilson, Jr., Partner Verable LLP	D. E. Wilson, Jr.

OMB No. 1124-0004; Expires April 30, 2017

U.S. Department of Justice  
Washington, DC 20530

**Exhibit B to Registration Statement**  
**Pursuant to the Foreign Agents Registration Act of**  
**1938, as amended**

**INSTRUCTIONS.** A registrant must furnish as an Exhibit B copies of each written agreement and the terms and conditions of each oral agreement with his foreign principal, including all modifications of such agreements, or, where no contract exists, a full statement of all the circumstances by reason of which the registrant is acting as an agent of a foreign principal. Compliance is accomplished by filing an electronic Exhibit B form at <http://www.fara.gov>.

**Privacy Act Statement.** The filing of this document is required for the Foreign Agents Registration Act of 1938, as amended, 22 U.S.C. § 611 *et seq.*, for the purposes of registration under the Act and public disclosure. Provision of the information requested is mandatory, and failure to provide the information is subject to the penalty and enforcement provisions established in Section 8 of the Act. Every registration statement, short form registration statement, supplemental statement, exhibit, amendment, copy of informational materials or other document or information filed with the Attorney General under this Act is a public record open to public examination, inspection and copying during the posted business hours of the Registration Unit in Washington, DC. Statements are also available online at the Registration Unit's webpage: <http://www.fara.gov>. One copy of every such document, other than informational materials, is automatically provided to the Secretary of State pursuant to Section 6(b) of the Act, and copies of any and all documents are routinely made available to other agencies, departments and Congress pursuant to Section 6(c) of the Act. The Attorney General also transmits a semi-annual report to Congress on the administration of the Act which lists the names of all agents registered under the Act and the foreign principals they represent. This report is available to the public in print and online at: <http://www.fara.gov>.

**Public Reporting Burden.** Public reporting burden for this collection of information is estimated to average .33 hours per response, including the time for reviewing instructions, searching existing data sources, gathering and maintaining the data needed, and completing and reviewing the collection of information. Send comments regarding this burden estimate or any other aspect of this collection of information, including suggestions for reducing this burden to Chief, Registration Unit, Counterespionage Section, National Security Division, U.S. Department of Justice, Washington, DC 20530; and to the Office of Information and Regulatory Affairs, Office of Management and Budget, Washington, DC 20503.

1. Name of Registrant  Venable LLP	2. Registration No.  5931
------------------------------------------	---------------------------------

3. Name of Foreign Principal

Malaysian Palm Oil Council

Check Appropriate Box:

4. ☒ The agreement between the registrant and the above-named foreign principal is a formal written contract. If this box is checked, attach a copy of the contract to this exhibit.
5. ☐ There is no formal written contract between the registrant and the foreign principal. The agreement with the above-named foreign principal has resulted from an exchange of correspondence. If this box is checked, attach a copy of all pertinent correspondence, including a copy of any initial proposal which has been adopted by reference in such correspondence.
6. ☐ The agreement or understanding between the registrant and the foreign principal is the result of neither a formal written contract nor an exchange of correspondence between the parties. If this box is checked, give a complete description below of the terms and conditions of the oral agreement or understanding, its duration, the fees and expenses, if any, to be received.
7. Describe fully the nature and method of performance of the above indicated agreement or understanding.
- The agreement between MPOC and Venable LLP is governed by the attached engagement letter, which MPOC has signed. The agreement commits Venable LLP to provide legal services to MPOC in connection with general regulatory and corporate legal advice.

## 8. Describe fully the activities the registrant engages in or proposes to engage in on behalf of the above foreign principal.

The registrant will advise the Malaysian Palm Oil Council in connection with potential state and federal food labeling and advertising requirements, and developments with respect to nutritional issues. The registrant will also advise the Malaysian Palm Oil Council in connection with potential state and federal requirements and developments with respect to the use of palm oil in the production of biofuels, as well as general corporate and employment issues.

9. Will the activities on behalf of the above foreign principal include political activities as defined in Section 1(o) of the Act and in the footnote below? Yes ☐ No ☒

If yes, describe all such political activities indicating, among other things, the relations, interests or policies to be influenced together with the means to be employed to achieve this purpose.

## EXECUTION

In accordance with 28 U.S.C. § 1746, the undersigned swears or affirms under penalty of perjury that he/she has read the information set forth in this Exhibit B to the registration statement and that he/she is familiar with the contents thereof and that such contents are in their entirety true and accurate to the best of his/her knowledge and belief.

Date of Exhibit B	Name and Title	Signature
April 5, 2016	D. P. W. / sm, Jr., Partner Venable LLP	D. P. W. / sm, Jr.

Footnote: "Political activity," as defined in Section 1(o) of the Act, means any activity which the person engaging in believes will, or that the person intends to, in any way influence any agency or official of the Government of the United States or any section of the public within the United States with reference to formulating, adopting, or changing the domestic or foreign policies of the United States or with reference to the political or public interests, policies, or relations of a government of a foreign country or a foreign political party.



575 SEVENTH STREET NW WASHINGTON, DC 20004  
T 202.344.4000 F 202.344.8300 www.Venable.com

March 10, 2016

Doreen L. Manchester  
T 202-344-4856  
F 202-344-8300  
dlmanchester@venable.com

Ms. Norhaznita Husin  
President  
1010 Wisconsin Avenue, NW  
Suite 307  
Washington, DC 20007

Re: Malaysian Palm Oil Council

Dear Ms. Husin:

I am pleased that you have selected Venable as counsel for Malaysian Palm Oil Council. In accordance with the District of Columbia's Rules of Professional Conduct, this letter confirms the engagement of Venable LLP ("Venable") in connection with the General Regulatory and Corporate Advice.

The purpose of this letter is to confirm our engagement as counsel and to set forth the terms of Venable's engagement. Although we do not wish to be overly formal in our relationship with you, we have found it prudent to agree in writing on the terms of the engagement. This letter and the enclosed Terms of Engagement of Venable LLP shall constitute that agreement.

I will be the responsible attorney in charge of this matter. My hourly rate is \$620, however, I am pleased to offer you 10% off that rate. Other partners, associates, or paralegals, whose hourly rates range from \$550 to \$1100 for partners, \$315 to \$580 for associates and \$175 to \$365 for paralegals, may assist me as appropriate. Our rates are subject to periodic review and prospective change, and we will reflect any changes in our regular fee billings.

The enclosed Terms of Engagement will govern and control our relationship and are incorporated in this letter by reference. Please review these Terms of Engagement with care and let me know if you have any questions. As you will see, Paragraph 8 of the Terms of Engagement requires that any dispute between the Firm and Client be submitted to binding arbitration rather than court proceedings. We believe this requirement to be fair and reasonable, and we encourage you to review it, along with the entire Terms of Engagement, carefully.

I will be personally responsible for the preparation of your invoices. For some clients with multiple matters handled by various attorneys throughout the firm, we will establish an "Account Representative." This attorney would be responsible for preparing a single invoice, detailed to your specifications, for all matters billed in a given month. If your organization prefers that matters be billed individually, we will gladly comply with your preference. In summary, our goal is to present our invoices in a style and detail you find most efficient.

Ms. Husin  
Malaysian Palm Oil Council, Americas  
March 2, 2016  
Page 2

I trust that the provisions of this letter, including the enclosed Terms of Engagement, are acceptable to you. If not, please contact me immediately so that we may discuss any particular questions or concerns you may have about them. Venable encourages candid discussion about fees and invoices. We urge you to contact any Venable partner responsible for providing services included on a statement if you have any questions or comments on an invoice or any other matter.

Please confirm your agreement to this letter and the enclosed Terms of Engagement by signing below as indicated. If we do not receive from you a signed copy of this letter or a written response to this letter and our Terms of Engagement within twenty-one (21) days of the date of this letter, we will assume that this letter and the Terms of Engagement are acceptable to you, and they shall govern our relationship as though signed by you.

Again, thank you for selecting Venable as your counsel, and I very much look forward to working with you on this matter.

Very truly yours,



Doreen L. Manchester

THE UNDERSIGNED HAS READ AND UNDERSTOOD THE FOREGOING LETTER AND ENCLOSED TERMS OF ENGAGEMENT AND AGREES TO RETAIN VENABLE LLP ON THE TERMS, CONDITIONS, AND LIMITATIONS SET FORTH HEREIN.

Malaysian Palm Oil Council, Americas

Ms. Norhaznita Husin

By: \_\_\_\_\_

Title: \_\_\_\_\_

Date: \_\_\_\_\_